

REED SMITH LLP  
PO Box 360074M  
Pittsburgh, PA 15251-6074  
Tax ID# 25-0749630

W.R Grace & Co.  
One Town Center Road  
Boca Raton, FL 33486

Invoice Number 1158766  
Invoice Date 06/30/04  
Client Number 172573

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Re: W. R. Grace & Co.

(60026) Litigation and Litigation Consulting

Fees 24,568.50

TOTAL BALANCE DUE UPON RECEIPT \$24,568.50

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REED SMITH LLP  
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 Tax ID# 25-0749630

W.R Grace & Co.  
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 Boca Raton, FL 33486

Invoice Number 1158766  
 Invoice Date 06/30/04  
 Client Number 172573  
 Matter Number 60026

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Re: (60026) Litigation and Litigation Consulting

FOR PROFESSIONAL SERVICES PROVIDED THROUGH MAY 31, 2004

Date	Name		Hours
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05/01/04	Cameron	Review non-debtor third party asbestos defendant discovery materials.	.90
05/03/04	Atkinson	Meeting with J. Bentz regarding information on documents within Grace electronic document database.	.30
05/03/04	Bentz	Review of correspondence regarding Canadian issue (.2); conferences with M. Murphy and counsel for non-debtor third party asbestos defendant regarding affidavits and document productions (.7); negotiating terms of document production (.9); conference with M. Atkinson regarding document production (.2); letter confirming agreement regarding document production (.8).	2.80
05/04/04	Bentz	Conferences with M. Murphy and corresponding with counsel for non-debtor third party asbestos defendant regarding document production (.7); arranging document production (.6).	1.30
05/05/04	Atkinson	Electronic database searches re: agricultural/horticultural documents, and detailed summary (0.7); e-mail to J. Bentz re: same (0.2).	.90

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 60026 Litigation and Litigation Consulting  
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Date	Name	Hours
05/05/04	Bentz	2.80
	Letter to counsel for non-debtor third party asbestos defendant regarding document production and subsequent revisions (.9); negotiations regarding document production (.9); conferences with R. Finke and M. Murphy regarding document production (1.0).	
05/05/04	Cameron	.60
	Review e-mail and draft letter regarding discovery by non-debtor third party asbestos defendant and e-mails regarding same.	
05/06/04	Atkinson	.30
	Review correspondence re: materials previously produced in other proceedings.	
05/06/04	Bentz	1.00
	Conferences with M. Murphy and counsel for non-debtor third party asbestos defendant regarding document production.	
05/06/04	Flatley	.10
	With J. Bentz re: status.	
05/11/04	Bentz	1.00
	Review of document production to non-debtor third party asbestos defendant and affidavits supplied to date.	
05/11/04	Cameron	2.20
	Review correspondence relating to discovery by non-debtor third party asbestos defendant (.80); review newspaper reports and other scientific and news reports regarding miscellaneous asbestos issues and impact on W. R. Grace (1.40).	
05/12/04	Cameron	1.60
	Participate in parts of conference call with J. Restivo, D. Siegel and B. Beber regarding asbestos claims issues in bankruptcy (0.7); review data regarding same (0.9).	
05/12/04	Restivo	.90
	Conference call with B. Beber, D. Siegel and D. Cameron re: asbestos claims in bankruptcy case.	

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Date	Name	Hours
05/13/04	Atkinson	.90
	Review correspondence and CDs of ZAI documents previously produced, for production to non-debtor third party asbestos defendant.	
05/13/04	Bentz	3.80
	Review of document production and letter to counsel for non-debtor third party asbestos defendant regarding same (2.4); corresponding with counsel for non-debtor third party (.9); corresponding with R. Finke regarding J. Yang affidavits (.2); conference with M. Murphy regarding document production issues (.3).	
05/13/04	Cameron	.60
	Review materials regarding follow-up to telephone call with Grace representatives concerning asbestos claims issues (0.4) and meet with J. Restivo regarding same (0.2).	
05/13/04	Flakker	.60
	Locate three boxes of CDs for production to third party non-debtor asbestos defendant.	
05/13/04	Restivo	1.50
	Telephone calls with B. Beber, et al. (0.5) and meeting with P. Singer (1.0) re: asbestos trust issue.	
05/13/04	Singer	1.00
	Meeting with J. Restivo re: issues and options relating to asbestos claims and trust.	
05/14/04	Atkinson	.60
	Review and arrange with vendor to have copied CDs of previous document production to provide to counsel for non-debtor third party asbestos defendant.	
05/14/04	Bentz	1.30
	Drafting letter to counsel for non-debtor third party asbestos defendant regarding production of documents (.8); corresponding with M. Murphy and R. Finke regarding document production and affidavits (.5).	

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Date	Name		Hours
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05/15/04	Cameron	Review materials relating to open issues with respect to resolution of asbestos claims in bankruptcy.	.80
05/17/04	Atkinson	Review and arrange with Ditto (vendor) to copy CDs of previous document production to provide to counsel for non-debtor third party asbestos defendant.	1.20
05/17/04	Bentz	Review of CD's to be produced to counsel for non-debtor third party asbestos defendant (.6); letter to counsel re: same (.4).	1.00
05/17/04	Cameron	Participate in conference call with B. Beber, D. Siegel, J. Restivo and R. Finke regarding strategy issues for asbestos claims in bankruptcy (0.8); review legal research regarding same (0.6); follow-up with J. Restivo regarding strategy issues (0.2).	1.60
05/17/04	Restivo	Research re: asbestos claims/trust issue (1.7) and conference call with D. Siegel, B. Beber, et al. re: same (0.8).	2.50
05/18/04	Atkinson	Review copies of CDs of previous documents to provide to non-debtor third party asbestos defendant (0.8); search Grace files re: supplemental ZAI CD for production to non-debtor third party (1.2).	2.00
05/18/04	Bentz	Conferences with M. Atkinson regarding production of CD's to counsel for non-debtor third party asbestos defendant (.3); review of various issues regarding production (.9).	1.20
05/18/04	Cameron	Telephone call with R. Finke regarding draft response regarding asbestos claims (0.3); prepare for and attend strategy meeting regarding treatment of asbestos-related claims in bankruptcy (0.7); various e-mails relating to asbestos issues in	2.60

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Date	Name	Hours
	Canada (0.5); review materials regarding response to asbestos scientific studies (0.6); review non-debtor third party asbestos defendant discovery materials (0.5).	
05/18/04	Flakker	.50
	Index database server and continue to locate production CDs to be produced to third party non-debtor asbestos defendant.	
05/18/04	Muha	1.00
	Research asbestos bankruptcy TDPs for bankruptcy court jurisdictional powers and provisions for litigation against trusts in tort system.	
05/18/04	Pagliari	.60
	Meet with J. Restivo and D. Cameron re: research issue.	
05/18/04	Restivo	2.00
	Meeting with N. Pagliari (0.3); meeting with D. Cameron (0.2); research re: asbestos trust and asbestos claims issues (1.5).	
05/19/04	Bentz	.90
	Letter to counsel for non-debtor third party asbestos defendant regarding production of documents on compact discs.	
05/19/04	Restivo	1.00
	Research regarding continuing jurisdiction and venue.	
05/20/04	Pagliari	3.10
	Research re: asbestos personal injury claims and jurisdiction.	
05/21/04	Pagliari	2.10
	Research asbestos personal injury claim and jurisdiction (1.7); email to J. Restivo and D. Cameron re: same (0.4).	
05/23/04	Pagliari	2.00
	Research re: asbestos personal injury claims and jurisdiction.	
05/24/04	Atkinson	.30
	Review pleadings files re: appendices filed for J. Restivo meeting preparation.	

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Date	Name		Hours
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05/24/04	Bentz	Review of correspondence regarding document production.	.40
05/24/04	Pagliari	Research re: asbestos personal injury claims and jurisdiction.	5.40
05/25/04	Bentz	Conference with J. Restivo regarding status conference (0.2); review of materials regarding Third Circuit decision (0.3).	.50
05/25/04	Restivo	Telephone call with B. Beber (0.4); e-mails to N. Pagliari re: research (0.2).	.60
05/26/04	Cameron	Prepare for and meet with J. Restivo and N. Pagliari regarding research with respect to asbestos trust issues (1.2); meet with J. Restivo (0.3) and report to client regarding same (0.2).	1.70
05/26/04	Pagliari	Research re: asbestos personal injury claims and jurisdiction (0.3); draft memo to file re: research (0.8); meet with J. Restivo and D. Cameron re: same (1.0).	2.10
05/26/04	Restivo	Meeting with N. Pagliari and D. Cameron (1.2); telephone reports to R. Finke and B. Beber (1.3).	2.50
05/27/04	Flatley	Call with R. Finke and follow up on it.	.40
05/27/04	Pagliari	Research re: asbestos personal injury claims and jurisdiction.	.60
05/28/04	Flatley	Prepare for and participate in call with R. Finke.	.20
05/29/04	Restivo	Review new material, e-mails, etc.	.50
05/31/04	Cameron	Review materials relating to open issues in bankruptcy regarding treatment of asbestos claims.	.90
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		TOTAL HOURS	69.20

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TIME SUMMARY	Hours	Rate	Value
James J. Restivo Jr.	11.50 at \$	495.00 =	5,692.50
Paul M. Singer	1.00 at \$	495.00 =	495.00
Lawrence E. Flatley	0.70 at \$	470.00 =	329.00
Douglas E. Cameron	13.50 at \$	465.00 =	6,277.50
James W Bentz	18.00 at \$	370.00 =	6,660.00
Andrew J. Muha	1.00 at \$	235.00 =	235.00
Nicholas R. Pagliari	15.90 at \$	240.00 =	3,816.00
Maureen L. Atkinson	6.50 at \$	145.00 =	942.50
Harrison S. Flakker	1.10 at \$	110.00 =	121.00
CURRENT FEES			24,568.50
TOTAL BALANCE DUE UPON RECEIPT			\$24,568.50

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W. R. Grace  
5400 Broken Sound Blvd., N.W.  
Boca Raton, FL 33487

Invoice Number 1158767  
Invoice Date 06/30/04  
Client Number 172573

=====  
Re: W. R. Grace & Co.

(60028) ZAI Science Trial

Fees 4,664.00

TOTAL BALANCE DUE UPON RECEIPT \$4,664.00  
=====

REED SMITH LLP  
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 Tax ID# 25-0749630

W. R. Grace  
 5400 Broken Sound Blvd., N.W.  
 Boca Raton, FL 33487

Invoice Number 1158767  
 Invoice Date 06/30/04  
 Client Number 172573  
 Matter Number 60028

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Re: (60028) ZAI Science Trial

FOR PROFESSIONAL SERVICES PROVIDED THROUGH MAY 31, 2004

Date	Name		Hours
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05/10/04	Bentz	Preparation for argument of dispositive motions in ZAI Science Trial.	.50
05/18/04	Muha	Review various fee application materials to prepare updated ZAI Science Trial budget report.	1.40
05/19/04	Cameron	Review recent correspondence, studies and publicity relating to ZAI.	1.90
05/19/04	Muha	Continue analysis of fee application materials (0.5) and draft updated ZAI Science Trial budget report (0.7).	1.20
05/19/04	Restivo	Telephone calls with E. Westbook, B. Beber, R. Finke, et al.	1.00
05/22/04	Cameron	Review materials relating to ZAI science trial briefings and open issues (0.4); review recent studies and reports concerning ZAI (0.9).	1.30
05/24/04	Cameron	Review materials for ZAI Science Trial argument preparation.	.80
05/24/04	Muha	Review docket for motions re: Grace ZAI Science Trial budget and retrieve same for D. Cameron.	.40

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 60028 ZAI Science Trial  
 June 30, 2004

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Date	Name		Hours
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05/25/04	Cameron	Additional review of materials relating to science trial and outstanding motions.	1.40
05/25/04	Restivo	E-mails to R. Finke, D. Cameron re: Westbrook letter.	.80
05/31/04	Cameron	Review recent press and studies regarding attic insulation.	.80
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TOTAL HOURS			11.50

TIME SUMMARY	Hours	Rate	Value
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James J. Restivo Jr.	1.80 at \$ 495.00 =		891.00
Douglas E. Cameron	6.20 at \$ 465.00 =		2,883.00
James W Bentz	0.50 at \$ 370.00 =		185.00
Andrew J. Muha	3.00 at \$ 235.00 =		705.00

CURRENT FEES 4,664.00

TOTAL BALANCE DUE UPON RECEIPT \$4,664.00

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W. R. Grace  
 5400 Broken Sound Blvd., N.W.  
 Boca Raton, FL 33487

Invoice Number 1158769  
 Invoice Date 06/30/04  
 Client Number 172573  
 Matter Number 60029

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Re: (60029) Fee Applications-Applicant

FOR PROFESSIONAL SERVICES PROVIDED THROUGH JUNE 10, 2004

Date	Name		Hours
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05/03/04	Lord	Prepare, e-mail and perfect service for CNO to 30th monthly fee application (.6); research and respond to e-mail from A. Muha re: objection deadlines and CNOs for various fee applications (.5); prepare correspondence to R. Finke re: CNO for 30th monthly fee application (.2).	1.30
05/03/04	Muha	Work on updating fee application materials.	1.40
05/04/04	Lord	Respond to e-mails from P. Lykens re: monthly and quarterly fee applications.	.20
05/04/04	Muha	Review and final revisions to 33rd (March 2004) monthly fee application (0.6); review and revisions to 12th Quarterly fee application (1.0).	1.60
05/05/04	Lord	Revise and prepare 33rd monthly fee application for e-filing and service (1.2); research docket and draft CNO/service for 32nd monthly fee application (.4)	1.60
05/06/04	Falini	Reviewed Reed Smith's 33rd monthly fee application (0.1); reviewed revisions with J. Lord (0.1).	.20

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 60029 Fee Applications-Applicant  
 June 30, 2004

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Date	Name	Hours
05/06/04	Lord	3.40
	E-file and perfect service for CNO for 32nd monthly fee application (.4); discuss 33rd monthly fee application with J. Falini (.1); revise and e-file same (.8); perfect hard and electronic service of same (.3); e-mails from/to A. Muha re: service (.1); draft and efile amended certificate of service (.1); revise and prepare 12th quarterly fee application for e-filing and service (1.6).	
05/06/04	Muha	1.20
	Attention to filing and service issues for 33rd monthly fee application, including e-mails to J. Lord (0.4); continued revisions to fee application materials (0.8).	
05/07/04	Muha	1.40
	Attention to issues re: revision of December 2003 fee application and 10th Quarterly application (0.6); continue review and update of fee application materials (0.6); begin review of April 2004 monthly application fee and expense details (0.2).	
05/10/04	Muha	1.80
	Revisions to 34th (April 2004) fee and expense details (1.0); review materials and e-mails to and from Fee Auditor re: December 2003 billing issue (0.8).	
05/11/04	Muha	1.40
	Draft and revise reports re: revised December 2003 fee application (1.0) and discuss same with D. Cameron (0.4).	
05/12/04	Lord	.20
	Review and respond to e-mail from A. Muha re: corrections to 12th quarterly fee application.	
05/13/04	Falini	.20
	Reviewed Reed Smith's 12th quarterly fee application (0.2).	

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 60029 Fee Applications-Applicant  
 June 30, 2004

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Date	Name		Hours
05/13/04	Lord	Download and forward 30th Monthly Application CNO to A. Muha per request (.2); review and revise 12th quarterly fee application (.3).	.50
05/13/04	Muha	E-mail to client re: December 2003 fee application (0.3); revisions to 12th Quarterly application (1.2).	1.50
05/14/04	Lord	Revise and e-file 12th quarterly fee application (.8); perfect service for same (.3).	1.10
05/18/04	Lord	Respond to e-mail from A. Muha re: quarterly expense detail.	.10
05/21/04	Muha	Revise April 2004 fee/expense detail.	.90
TOTAL HOURS			20.00

TIME SUMMARY	Hours	Rate	Value
Andrew J. Muha	11.20 at \$ 235.00 =		2,632.00
Janice E. Falini	0.40 at \$ 200.00 =		80.00
John B. Lord	8.40 at \$ 160.00 =		1,344.00

CURRENT FEES 4,056.00

TOTAL BALANCE DUE UPON RECEIPT \$4,056.00

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 One Town Center Road  
 Boca Raton, FL 33486

Invoice Number 1158770  
 Invoice Date 06/30/04  
 Client Number 172573  
 Matter Number 60030

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Re: (60030) Hearings

FOR PROFESSIONAL SERVICES PROVIDED THROUGH MAY 31, 2004

Date	Name	Hours	
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05/18/04	Bentz	Correspond with J. Restivo, L. Flatley and D. Cameron regarding omnibus hearing (.2); conference with W. Sparks regarding omnibus hearing (.2).	.40
05/18/04	Cameron	Review materials for hearing on 5/24.	.70
05/18/04	Restivo	Review collected material to prepare for omnibus hearing.	2.00
05/19/04	Cameron	Review materials in preparation for 5/24 (0.4) hearing and meet with J. Restivo regarding same (0.2).	.60
05/23/04	Cameron	Review materials in preparation for hearing on 5/24.	.80
05/24/04	Cameron	Prepare for and attend part of meeting with Debtor's in-house representatives and Debtor's bankruptcy counsel regarding hearing preparation (1.8); prepare for and attend hearing (2.6); attend part of post-hearing meeting with Debtor's in-house representatives (0.9).	5.30

172573 W. R. Grace & Co.  
 60030 Hearings  
 June 30, 2004

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Date	Name		Hours
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05/24/04	Restivo	Meeting with Debtor's in-house representatives to prepare for omnibus hearing (2.0); attend omnibus hearing (3.0); post-hearing meeting (1.5).	6.50
TOTAL HOURS			16.30

TIME SUMMARY	Hours	Rate	Value
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James J. Restivo Jr.	8.50 at \$	495.00 =	4,207.50
Douglas E. Cameron	7.40 at \$	465.00 =	3,441.00
James W Bentz	0.40 at \$	370.00 =	148.00

CURRENT FEES 7,796.50

TOTAL BALANCE DUE UPON RECEIPT \$7,796.50  
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